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Public Reporting Burden. Public reporting burden for this collection of information is estimated to average 1.5 hours per response, including the time for reviewing instructions; searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant	2. Registration No.
GoodWorks International LLC	5414

3. This amendment is filed to accomplish the following indicated purpose or purposes:

- ☐ To give a 10-day notice of change in information as required by Section 2(b) of the Act.
- ☒ To correct a deficiency in
- ☐ Initial Statement
- ☒ Supplemental Statement for the period ending March 30, 2008
- ☐ Other purpose (*specify*): _____
- ☐ To give notice of change in an exhibit previously filed.

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4. If this amendment requires the filing of a document or documents, please list -

Part II (Foreign Principal) and Annex I (Activities for the Government of Benin) of the Supplemental Statement for the period.

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. (*If space is insufficient, a full insert page must be used.*)

GoodWorks is amending the Supplemental Statement to reflect the fact that our proposal for renewal of our representational contract has not been accepted. We therefore are formally reporting it as terminated.

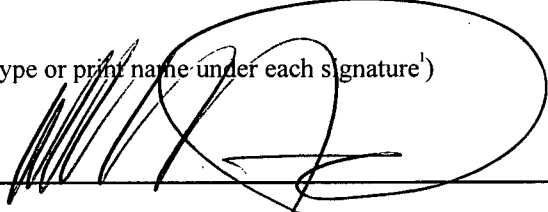
EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

October 31, 2008

(Type or print name under each signature¹)



Wallace Ford
President & Chief Operating
Officer

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¹ This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

Annex I: GoodWorks International LLC (5414)
Period Ending March 30, 2008

Activities Developed for the Government of Benin

The representational contract between GoodWorks and the Government of Benin expired on November 22, 2007 and has not been renewed. Since that date we have conducted no further activities, and incurred no further expenses, on behalf of the Government of Benin. The payments received during the period are reported in the answer to Question 14(a) of the Supplemental Statement.

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II - FOREIGN PRINCIPAL

7. Has your connection with any foreign principal ended during this 6 month reporting period?

Yes ☒ No ☐

If yes, furnish the following information:

Name of foreign principal

Date of termination

Government of Benin

Nov. 22, 2007

8. Have you acquired any new foreign principal² during this 6 month reporting period?

Yes ☐ No ☒

If yes, furnish the following information:

Name and address of foreign principal

Date acquired

9. In addition to those named in Items 7 and 8, if any, list foreign principals² whom you continued to represent during the 6 month reporting period.

Government of Cameroon (Ministry of Economy & Finance)
 Government of Rwanda
 Government of Tanzania

10. **EXHIBITS A AND B**

(a) Have you filed for each of the newly acquired foreign principals in Item 8 the following:

Exhibit A ³	Yes <input type="checkbox"/>	No <input type="checkbox"/>	
Exhibit B ⁴	Yes <input type="checkbox"/>	No <input type="checkbox"/>	NA

If no, please attach the required exhibit.

(b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during the 6 month period? Yes ☐ No ☒

If yes, have you filed an amendment to these exhibits? Yes ☐ No ☐

If no, please attach the required amendment.

Act. (See Rule 208.)

³ The Exhibit A, which is filed on Form NSD-3 (Formerly CRM-157), sets forth the information required to be disclosed concerning each foreign principal.

⁴ The Exhibit B, which is filed on Form NSD-4 (Formerly CRM-155), sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.